

IN THE SPECIFICATION:

Please amend the specification at page 2, line 31 through page 3, line 5 as follows:

Pigments suitable for use herein are all inorganic and organic colors/pigments suitable for use in lip composition compositions. These are usually aluminum, barium or calcium salts or lakes. Lakes are either a pigment that is extended or reduced with a solid diluent or an organic pigment that is prepared by the precipitation of a water-soluble dye on an adsorptive surface, from about 5% to about 20%, and most preferably from about 8% to about 15%. In a preferred embodiment of the invention, the copolymers 2-hydroxyethyl methacrylate (HEMA) and 4-hydroxybutyl acrylate (HBA) are used. Copolymers useful in the present invention are prepared according to the methods described in US 2002037006 US 20010037006. Suitable copolymers have the following general structure:

Please amend the specification at page 5, line 27 through page 6, line 4 as follows:

The specific waxes useful in the present invention are selected from the group consisting of synthetic waxes, ozokerite, jojoba esters, "~~Unilins~~" "UNILINS", available from Petrolite Corporation, "~~Ganex~~" "GANEX", alkylated polyvinylpyrrolidines available from the ISP Company, fatty alcohols from C22 to C50 and mixtures thereof. Synthetic waxes include those disclosed in Warth, Chemistry and Technology of Waxes, Part 2, 1956, Reinhold Publishing; herein incorporated by reference. The waxes most useful herein are selected from the C₈ to C₅₀ hydrocarbon waxes. Such waxes include long chained polymers of ethylene oxide combined with a dihydric alcohol, namely polyoxyethylene glycol. Such waxes include ~~Carbowax~~TM CARBOWAXTM available from Carbide and Carbon Chemicals company. Other synthetic waxes include long-chained polymers of ethylene with OH or other stop length grouping at end of chain. Such waxes include the Fischer-Tropsch waxes as disclosed in the text disclosed above at pages 465-469 and include ~~Rosswax~~ ROSSWAX, available from Ross company and PT-0602 available from Astor Wax Company.

Please amend the specification at page 7, lines 7-18 as follows:

In a preferred embodiment of the present invention, a complementary product comprising a topcoat composition comprises a safe and effective amount of a polymeric vegetable oil emollient. More preferably, the polymeric vegetable oil emollient is a copolymer of Brassica Campestris and Aleurites Fordii oil (also known as polytriglyceryl erucate/eliosterate), which is an unsaturated complex ester ranging in molecular weight from 25,000 to 110,000 (or 6500 to about 7500 daltons). This emollient is commercially available from Tri-K under the tradename ~~Glossamer~~ GLOSSAMER L-6600 and allows the topcoat to form a protective film over the cosmetic compositions of the present invention. Such a topcoat composition aids in providing a creamier feel to the applied basecoat and topcoat and also enhances the water and rub-off resistance of the cosmetic composition as well as the topcoat composition. In more preferred embodiments, the polymeric vegetable oil emollient is present in an amount of from about 0.1% to about 50%, more preferably, from about 2% to about 20%, and most preferably, from about 4% to about 15%, by weight of the topcoat composition.